

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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:  
AARON RUBENSTEIN, :  
:  
Plaintiff, : Case No. 15-cv-9752 (VSB)  
-against- :  
:  
vTv THERAPEUTICS, INC., :  
:  
Nominal Defendant, :  
:  
-and- :  
:  
RONALD O. PERELMAN and :  
MACANDREWS & FORBES INC., :  
:  
Defendants. :  
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**AFFIRMATION OF JONATHAN L. HOCHMAN IN SUPPORT OF DEFENDANTS'**  
**MOTION TO DISMISS THE SECOND AMENDED COMPLAINT**

Pursuant to 28 U.S.C. § 1746, Jonathan L. Hochman declares as follows:

1. I am a member of the Bar of this Court and a member of the firm Schindler Cohen & Hochman LLP, counsel to Defendants Ronald O. Perelman, MacAndrews & Forbes Incorporated and Nominal Defendant vTv Therapeutics Inc. (collectively, "Defendants") in the above-captioned action. I submit this affirmation in support of Defendants' Motion to Dismiss Plaintiff Aaron Rubenstein's Second Amended Complaint in order to put before the Court documents referenced in the accompanying Memorandum of Law.

2. Attached hereto as **Exhibit A** is a true and correct copy of the December 30, 2014 Letter Agreement between Defendants and non-party Adnan M.M. Mjalli.

3. Attached hereto as **Exhibit B** is a true and correct copy of the transcript of the June 15, 2016 Pre-Motion Conference before this Court.

I declare under penalty of perjury that the foregoing is true and correct. Executed on July 15, 2016.

/s/ Jonathan L. Hochman

Jonathan L. Hochman